

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CALDERA INTERNATIONAL, INC.", CHANGING ITS NAME FROM "CALDERA INTERNATIONAL, INC." TO "THE SCO GROUP, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MAY, A.D. 2003, AT 1:55 O'CLOCK P.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2422941

DATE: 05-19-03

FROM CORPORATION TRUST WILM. TEAM #2

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State of Delaware  
Division of Corporations  
Delivered 01:55 PM 05/16/2003  
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SRV 030319557 - 3266987 FILE

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
TO AMENDED AND RESTATED CERTIFICATE OF INCORPORATION**

Caldera International, Inc. (the "Corporation"), a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Law"), hereby changes its name to "The SCO Group, Inc." (the "Name Change") by the filing of this Certificate of Amendment to Amended and Restated Certificate of Incorporation. The Name Change was duly adopted in accordance with the provisions of Section 242 of the Law as set forth below. The Corporation

**DOES HEREBY CERTIFY:**

**FIRST:** That at a meeting of the Board of Directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment (the "Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation to change the Corporation's name to "The SCO Group, Inc." Such resolutions declared the Name Change and the Amendment to be advisable, recommended the Name Change and the Amendment to the stockholders of the Corporation and called a meeting of the stockholders of the Corporation for consideration thereof.

**SECOND:** That thereafter, pursuant to resolution of its Board of Directors, an annual meeting of the stockholders of the Corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware, at which meeting the necessary number of shares as required by statute were voted in favor of the Name Change and the Amendment.

*Remainder of this page intentionally blank.*

IN WITNESS WHEREOF, said Caldera International, Inc. has caused this Certificate of Amendment to be signed by Michael P. Olson, its Secretary and Vice President of Finance, this 14 day of May, 2003.

CALDERA INTERNATIONAL, INC. (now known as THE SCO GROUP, INC.), a Delaware corporation

BY: Michael P. Olson  
TITLE: Secretary and Vice President of Finance  
NAME: Michael P. Olson